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Attorneys for secured creditor
HILLAIR CAPITAL MANAGEMENT, LLC

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

In re
SCOOBEEZ, INC., et al.

Debtors and Debtors
in Possession.

Lead Case No. 2:19-bk-14989-WB

Chapter 11

(Jointly Administered with
Case Nos. 2:19-bk-14991; 2:19-bk-14997)

Affects:

- ☒ All Debtors
☐ SCOOBEEZ, INC., only
☐ SCOOBEEZ GLOBAL, INC.
only
☐ SCOOBUR, LLC only

**DECLARATION OF STEVEN M. SPECTOR IN
SUPPORT OF HILLAIR CAPITAL
MANAGEMENT, LLC'S OPPOSITION TO
DEBTORS' MOTION FOR ENTRY OF
INTERIM ORDER AUTHORIZING USE OF
CASH COLLATERAL ON AN INTERIM BASIS**

[Motion and Declaration of Sean M. McAvoy
concurrently filed.]

Hearing:

Date: May 14, 2019
Time: 2:00 p.m.
Place: U.S. Bankruptcy Court
Courtroom 1375
255 East Temple Street
Los Angeles, CA 90012

DECLARATION OF STEVEN M. SPECTOR

I, Steven M. Spector, hereby declare, as follows:

1. I am an attorney duly admitted to practice in the State of California and the United States District Court for the Central District of California. I am a shareholder of Buchalter, a Professional Corporation (“Buchalter”) and a member of Buchalter’s Insolvency & Financial Law practice group. I am one of the co-counsel representing Hillair Capital Management LLC and Hillair Capital Advisors LLC, the general partner of Hillair Capital Investments LP (collectively, “Hillair”), senior secured creditor of Scoobeez, Inc., a California corporation, debtor in the above-captioned chapter 11 bankruptcy case (“Scoobeez”), and its affiliated debtors, Scoobeez Global, Inc., an Idaho corporation (formerly known as ABT Holdings, Inc.) (“Scoobeez Global”) and Scoobur, LLC, a California limited liability company (“Scoobur”) (collectively, the “Debtors”). I have personal knowledge of the matters stated in this Declaration, and if called upon as a witness, I could and would testify competently thereto.

2. I submit this declaration in support of Hillair’s concurrently filed supplemental *Opposition to Debtors’ Motion for Entry of Interim Order Authorizing Use of Cash Collateral on an Interim Basis* (the “Motion”). The following facts are true to the best of my own personal knowledge, except where stated on information and belief, and as to those facts, I believe them to be true. If called as a witness, I could and would testify competently to the facts set forth herein.

3. I am the lead counsel for Hillair in connection with the action pending in the California Superior Court, County of Los Angeles, designated as *Hillair Capital Management, LLC v. Scoobeez Global, Inc., et al.*, Case No. 19GDCV00492 (L.A. Sup. Ct. 2019) (the “State Court Action”). On April 24, 2019, I caused to be filed the *Ex Parte Application to Appoint Receiver, Issue Temporary Restraining Order and Set Order to Show Cause why Receiver Should not be Confirmed* (the “Receivership Application”) in the State Court Action. The Receivership Application sought the appointment a receiver over the Debtors.

4. The Court held a preliminary hearing on the Receivership Application on April 26, 2019 and set a continued hearing for May 1, 2019 at 1:30 p.m. A temporary restraining order was issued at that hearing limiting the Debtors’ operations to only ordinary course transactions. The

1 Superior Court also established April 30, 2019 at 12:00 p.m. PDT as the deadline for the Debtors
2 to file any opposition to the Receivership Application.

3 5. In addition to the protracted delay in the filing of the first-day motions, there were
4 significant deficiencies in the motions that prevented the parties from being able to fully evaluate
5 the relief sought. Missing from the routine and customary first-day filings was an omnibus
6 declaration of Shahan Ohanessian, the Debtors' principal, setting forth the general background of
7 the Debtors' business and operations, the capital structure of the Debtors, the issues precipitating
8 the filing of the chapter 11 cases, the key issues to be addressed in the early stages of the cases
9 and the necessary evidentiary support for the relief sought in the first-day motions.

10 6. Missing from the *Motion to Authorized Payment of Prepetition Wages* [Docket
11 No. 8] (the "Wage Motion") was a report itemizing the employees and the precise wages to be
12 paid.

13 7. Missing from the Cash Collateral Motion was a customary 13-week cash collateral
14 budget setting forth with specificity the precise expenses to be paid. Instead, the Debtors
15 submitted monthly income statement projections for a three-month period providing only high
16 level categorization of the expenses sought to be paid.

17 8. Missing from the first-day motions was a critical vendor motion to enable the
18 Debtors to pay prepetition vendors that they have decried as being critical to the Debtors'
19 operation. And finally, missing from the first-day motions was a customary motion prohibiting
20 the trading of the Debtors' securities so as to preserve any beneficial tax attributes that the
21 Debtors may have.

22 9. In connection with the Debtors' *Emergency Motion for Order (1) Authorizing the*
23 *Maintenance of Existing Bank Accounts, etc.* [Docket No. 7] (the "Cash Management Motion"),
24 the Debtors provided on May 6, 2019 at 1:58 p.m. their proposed order granting that motion, but,
25 more importantly, a spreadsheet containing a list outstanding prepetition checks that had not
26 cleared the Debtors' prepetition bank accounts.

27 10. A true and complete copy of the uncleared checks spreadsheet is attached hereto as
28 **Exhibit 1.**

1 11. What is troubling is that approximately \$45,000 of these checks was issued on
2 April 30, 2019 (*i.e.*, the Petition Date), and at least two of the checks were issued to insiders of
3 the Debtors: \$7,500.00 to Shoushana Ohanessian (the Debtors' principal's wife and board
4 member); \$2,000 to Nazareth Ohanessian and \$3,000 to Joweta Jowita Chometowska (a board
5 member).

6 12. In order to address the Debtors' informational deficiencies, on May 2, 2019
7 counsel for Hillair sent Debtors' counsel an email detailing the documents and information
8 necessary to fully evaluate the Debtors' financial projections and the relief being requested in the
9 first-day motions.

10 13. A true and complete copy of the email dated May 2, 2019 1:57 p.m. on which I
11 was copied is attached hereto as **Exhibit 2** (the "May 2nd Email").

12 14. Over the course of the following week from when the May 2nd Email was sent, I
13 attempted on a number of occasions to meet and confer via email with various counsel for the
14 Debtors regarding the production of documents. The hope was that the Debtors' would provide
15 the information requested, which should have been routine and customary information readily
16 available, by no later than Monday, May 6, 2019 in anticipation of a meeting between the
17 principals of the Debtors (and their counsel) and the principal of Hillair (and its counsel) at 2:00
18 p.m. on Tuesday, May 7, 2019. No documents were provided and no meeting occurred.

19 15. Thereafter, I sent a number of emails to various counsel for the Debtors inquiring
20 about the status of the document requests and suggesting a Thursday production deadline in
21 contemplation of a Friday, May 10, 2019 meeting between the Debtors and Hillair. No
22 documents were provided by Thursday and no meeting occurred.

23 16. On Friday morning, I received several emails from counsel from the Debtors
24 purporting to provide the documents requested in the May 2nd Email. Those documents were
25 deficient. Accordingly, on May 10, 2019 at approximately 9:30 a.m., I and my colleague, Tony
26 Napolitano, called Ashley McDow, counsel for Debtors, to discuss the document production
27 deficiencies and to discuss Hillair's forthcoming motion for an examination of the Debtors and its
28 insiders under Bankruptcy Rule 2004.

1 17. Thereafter, I and Mr. Napolitano called Mark Hebbeln, counsel for the Debtors, to
2 discuss the document production deficiencies and to discuss a forthcoming motion for a Rule
3 2004 examination.

4 18. At 10:59 p.m. on May 10, 2019, I sent an email to Ms. McDow and Mr. Hebbeln
5 advising them of the document deficiencies and that Hillair intended to proceed with the filing of
6 a Rule 2004 Motion. A true and complete copy of that email is attached hereto as **Exhibit 3**. At
7 1:30 p.m. on Friday, May 10, 2019, counsel for Hillair spoke with Mr. Hebbeln regarding the
8 scope and necessity of the Rule 2004 Motion.

9 19. At the hearing on the Debtors' first-day motion, David Neale appeared on behalf
10 of Nex Gen Financial with respect to the Cash Collateral Motion.

11 20. Mr. Neale disclosed that Nex Gen apparently asserts an interest in the cash
12 collateral since the Debtors had allegedly sold their accounts receivable to Nex Gen.

13 21. Attached hereto as **Exhibit 4** is a true and complete copy of a LexisNexis
14 Comprehensive Business Report that I caused to be obtained.

15 22. Attached hereto as **Exhibit 5** is a true and complete copy of a printout of the
16 business Serve (www.serve.io) in which several of the Debtors' principals and insiders have
17 executive roles, including Shahan Ohanessian, CEO of the Debtors and CEO of Serve.io, George
18 Voskanian, CFO of the Debtors and CFO of Serve.io, Suzy Ohanessian, board member of the
19 Debtors and President of Serve.io.

20 I declare under penalty of perjury under the laws of the United States of America that the
21 foregoing is true and correct. Executed on May 13, 2019, at Los Angeles, California.

22 /s/ Steven M. Spector
23 STEVEN M. SPECTOR

EXHIBIT 1

As of April 30, 2019

Type	Date	Num	Name	Clr	Credit	Purpose
Bill Pmt -Check	04/05/2019	1001	David Araujo		18.19	Reimb
Check	03/12/2019	1010	Frekiva Bailey		138.52	Payroll
Bill Pmt -Check	04/05/2019	1011	Salim Vastani		148.06	Payroll
Bill Pmt -Check	04/05/2019	1032	Naomi Fuller		45.42	Payroll
Check	04/06/2019	1052	Janeth Araujo		184.23	Payroll
Check	04/06/2019	1058	Tien Nguyen		82.39	Payroll
Bill Pmt -Check	04/08/2019	1076	Tonori Boutte		115.44	Payroll
Bill Pmt -Check	04/08/2019	1092	Sergio Palazzi		173.41	Payroll
Check	04/09/2019	1129	Joshua Porter		92.35	Payroll
Bill Pmt -Check	04/09/2019	1140	Charles Williams		18.47	Payroll
Bill Pmt -Check	04/09/2019	1142	Haneef Madyun		18.27	Payroll
Bill Pmt -Check	04/11/2019	1179	Jazmin Araujo		168.29	Payroll
Check	04/16/2019	1217	Joseph Sosa		213.05	Payroll
Check	04/16/2019	1219	Michael Clark		158.41	Payroll
Bill Pmt -Check	04/16/2019	1223	Rene Quintero		553.96	Payroll
Bill Pmt -Check	04/18/2019	1235	Melissa Loest		56.82	Payroll
Bill Pmt -Check	04/18/2019	1243	Mercys Suazo Velez		9.42	Payroll
Bill Pmt -Check	04/18/2019	1252	David Sanchez		372.05	Payroll
Bill Pmt -Check	04/19/2019	1280	Christopher Marroquin		276.14	Payroll
Bill Pmt -Check	04/22/2019	1299	Khari Temple		147.50	Payroll
Bill Pmt -Check	04/22/2019	1300	Kenny Nguyen		234.55	Payroll
Bill Pmt -Check	04/22/2019	1301	Yuri G Edingburg		23.03	Payroll
Bill Pmt -Check	04/22/2019	1304	Wilneesha Love		243.49	Payroll
Check	04/22/2019	1312	Nathaniel Warren		972.21	Payroll
Bill Pmt -Check	04/23/2019	1313	Erick Dang		347.43	Payroll
Bill Pmt -Check	04/23/2019	1316	Dasia Hawkins		207.09	Payroll
Bill Pmt -Check	04/23/2019	1319	Kurt Shepard		394.10	Payroll
Check	04/23/2019	1320	Jessica Flores		56.88	Payroll
Bill Pmt -Check	04/24/2019	1326	First Insurance Funding		71,582.46	Van Excess
Bill Pmt -Check	04/24/2019	1327	City of Chicago		500.00	Ticket
Bill Pmt -Check	04/25/2019	1334	Spectrum/La Crescenta		249.99	Cable bill
Check	04/25/2019	1335	Combined Group Insurance Services Inc		7,997.00	Insurance
Bill Pmt -Check	04/26/2019	1337	Michelle Stubbs - expense		2,049.68	Reimb
Bill Pmt -Check	04/26/2019	1338	Jeanette Martinez		75.63	Payroll
Bill Pmt -Check	04/26/2019	1339	Hydrex Pest & Termite Co.		140.00	Payroll
Check	04/26/2019	1340	Foothill Plumbing		295.00	Payroll
Check	04/27/2019	1341	City of Los Angeles		238.00	Payroll
Check	04/27/2019	1342	California Board of Accountancy		120.00	Payroll
Check	04/29/2019	1346	Jerontae Bess		290.41	Payroll
Bill Pmt -Check	04/29/2019	1347	SoCalGas		37.30	Payroll
Bill Pmt -Check	04/30/2019	1349	Shoushana Ohanessian		7,500.00	Payroll
Bill Pmt -Check	04/30/2019	1350	Andres Munoz		3,000.00	Payroll
Bill Pmt -Check	04/30/2019	1351	Nazareth Ohanessian		2,000.00	Payroll
Bill Pmt -Check	04/30/2019	1352	Jowita Chomentowska		3,000.00	Payroll
Bill Pmt -Check	04/30/2019	1353	Sixiang Zhao		3,000.00	Payroll

Bill Pmt -Check	04/30/2019	1354	Saint Enterprises, LLC	3,000.00 Payroll
Bill Pmt -Check	04/30/2019	1355	Aden Ghevondyan	2,500.00 Payroll
Bill Pmt -Check	04/30/2019	1356	Kathy Hicks	1,750.00 Payroll
Bill Pmt -Check	04/30/2019	1357	Susanna Avetisian	1,600.00 Payroll
Bill Pmt -Check	04/30/2019	1358	Nicholas Solari	2,600.00 Payroll
Bill Pmt -Check	04/30/2019	1359	Michael Torosyan	2,000.00 Payroll
Bill Pmt -Check	04/30/2019	1360	Vache Carl Derderian	1,750.00 Payroll
Bill Pmt -Check	04/30/2019	1361	Abdulmateen Kazia	2,500.00 Payroll
Bill Pmt -Check	04/30/2019	1362	Anibal Mijangos	1,600.00 Payroll
Bill Pmt -Check	04/30/2019	1363	Christopher Key	2,250.00 Payroll
Bill Pmt -Check	04/30/2019	1364	Ready Refresh by Nestle	154.50 Payroll
Bill Pmt -Check	04/30/2019	1365	Michael Torosyan (Expense)	507.53 Payroll
Bill Pmt -Check	04/30/2019	1366	Leilani Sagiao	173.21 Payroll
Bill Pmt -Check	04/30/2019	1367	Jose Martinez	1,285.81 Payroll
Bill Pmt -Check	04/30/2019	1369	Ready Refresh by Nestle	35.38 Payroll
Check	04/30/2019	1370	Andrew Maldonado	732.85 Payroll
Check	04/30/2019	1371	Charletha Rawlins	128.90 Payroll
Check	04/30/2019	1372	Elmer Estrada	960.33 Payroll
Check	04/30/2019	1373	Kevin Freeman	734.54 Payroll
Check	04/30/2019	1375	Kevin Freeman	153.79 Payroll
Bill Pmt -Check	03/19/2019	2001	Andrew Munoz	1.75 Payroll
Bill Pmt -Check	03/20/2019	2026	Rick Escalera	43.53 Payroll

134,006.76

134,006.76

insurance

EXHIBIT 2

Bodkin, Debra A.

From: Napolitano, Anthony J.
Sent: Thursday, May 2, 2019 1:57 PM
To: Ashley M. McDow Esq. (amcdow@foley.com); MHebbeln@foley.com
Cc: Spector, Steven M.; Napolitano, Anthony J.
Subject: Scoobeez - Financial Information

Ashley:

In keeping with our discussions in court yesterday, Hillair needs to receive prior to meeting on Tuesday certain financial information related to the companies' operations. While this information pertains to first day expenses which were represented to require immediate payment and while Hillair understands the payroll portion of the request, as you will see, the requested information deals with "back-up" to both the payroll and the expenses since none of what would normally be attached to your motions was attached. All we had was unsupported information and, as I am sure your recognize, that is not nearly enough.

Moreover, in our view, the requests below are not burdensome as we believe they are all easily accessible via the computer systems of the companies (indeed, I think they are mostly "push of a button" items or certainly items which could be produced without a great deal of time and effort). Please understand both the significance of the requests and the timing of providing the information. At this point, to be very clear, based on a number of historic matters (including the comments from counsel for Next Gen (if we understand the transactions correctly, it would seem that Next Gen was defrauded and including the narrative from Firoz, the former CFO (substantial company assets were diverted for Shahan's personal use in casinos), there is a distrust and the back-up is requested to verify what was represented to us and the court.

Here's our list document and information requests. To the extent that account statements other financial documents are available in both pdf and Excel formats, please have the company provide both formats.

1. Copies of full bank statements, as follows:
 - a. From all Wells Fargo accounts Jan., Feb., Mar. and Apr., 2019.
 - b. Copies of bank statements from any other bank where any of the companies maintained accounts for the same time frame (or a representation that there no accounts other than the three Wells' accounts which were identified in your filings).
2. Details of all credit and debit cards issued in the name of any of the companies, including the names and capacities of the persons using/holding the cards and copies of all credit and debit card statements for period from November 2018 through the last statement.
3. Monthly balance sheets and profit and loss statements for Jan., Feb., Mar. and Apr. 2019. This should include subaccounts with descriptions.
4. Cash flow projections for the first two weeks in May, 2019, including subaccounts with descriptions.
5. Payroll information, as follows:
 - a. Itemized by employee and job description both for rank and file employees and corporate executive (not just officers).
 - b. For the period for Feb., Mar. and Apr.
 - c. Details respecting the use of a payroll service (contact person at the service) and invoices and other data from the payroll service.
 - d. Details respecting payment of all federal and local payroll taxes.
6. Auto/Truck Leases or Contracts
 - a. Copies of all leases/contracts showing individual vehicle information and rates and payment history.

7. Fuel, as follows:
 - a. Name of fuel provider and contact information of the party handling the account.
 - b. Details on usage of the fuel arrangement by the drivers.
 - c. Copies of the last here months' statements.
8. Vehicle Insurance:
 - a. Name of insurance company and a copy of the policy.
 - b. Details on all vehicles covered by the policy (itemized by vehicle).
 - c. Copies of the last three billing statements.
9. Premises Leases:
 - a. Addresses and landlord contact information.
 - b. Copies all leases or rental agreements.
10. Utility Accounts
 - a. A list of all utility accounts of any of the companies.
 - b. Copies of the last three billing statements for each utility.
11. Company Employee/Independent Contractor Census.
 - a. A list of all employees and independent contractors for all companies, including job title, job description and compensation.
 - b. A list of all benefits and expense reimbursement made by the company to any employee or independent contractor by description and amount for the last three months.
12. Financial Transactions.
 - a. Details and copies of documents respecting any financial transaction whether by transfer or encumbrance of any assets for the last four years.
13. Affiliates.
 - a. Other than the three companies that filed cases, a list of all other companies/entities related to any of the three companies that filed or to Ohanessian – whether or not such companies are operating.
 - b. If any such companies is operating, provide detailed information respecting its assets and liabilities and profit and loss.

Let me know if you have any questions.

Best,
Tony

Anthony Napolitano

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EXHIBIT 3

Bodkin, Debra A.

From: Spector, Steven M.
Sent: Friday, May 10, 2019 10:59 AM
To: amcdow@foley.com; MHebbeln@foley.com
Cc: Friedman, Adam H.; Napolitano, Anthony J.
Subject: FW: Hillair - SBCZ

Mark and Ashley,

Our client has reviewed the documents that Mark sent this morning, which were purportedly in response to our request for supporting documentation sent last Thursday, May 2nd. Unfortunately, the information provided is dated, incomplete and only addresses approximately 15% of our initial document requests. Below is a summary of our review of the documents, and below that is the list of the categories where the production was either missing or substantially deficient.

Because of these deficiencies, among other things, our client has decided to press ahead with the filing of a Rule 2004 examination of the Debtors and certain of their insiders. Tony and I left messages for you this morning to discuss the Rule 2004 motion as per Local Bankruptcy Rule 2004-1. Please feel free to give us a call. We intend to file the motion by 1pm today.

- San Antonio Lease: 4118 McCullough Ave, San Antonio, TX
 - Lease EXPIRED on 10/31/2017
 - Missing pages 6 – 14
 - Lease extension documents?
- Chicago Lease: Totally missing
- Glendale Water and Power
 - Want the full and most recent statements for all accounts
 - Why two different accounts?
 - Scoobeez – Acct# 31892385-11
 - Scoobeez Global Inc = Acct# 29030705-05
 - Scoobeez statement is from 1/3/19 – FOUR MONTHS OLD
 - Scoobeez Global Inc statement is from 1/31/19 – FOUR MONTHS OLD
- SoCalGas
 - Want the full statements for all accounts
 - Scoobeez Inc – New entity?
 - Scoobeez Global Inc?
- Spectrum Cable Provider
 - Want the full and most recent statements for all accounts
- Crescenta Valley Water District
 - Want the full and most recent statements for all accounts
 - Why so much water usage in January?

- ADT
 - Please provide most recent statement
 - Ready Refresh
 - Want the full and most recent statements for all accounts
 - Why two different accounts?
 - Scoobeez – Acct#0126389253
 - Shoushana Ohanessian – Acct# 0035011436
 - First Insurance
 - Want rider and full invoice
 - Who is located at 396 S Pasadena Ave, Pasadena, CA (old Scoobeez address?)?
 - AT&T
 - Want full statement
 - Running at ~\$19K a month
 - Outstanding balance of \$57K
 - Verizon
 - Want full statement
 - Running at ~\$5,300 a month
 - Outstanding balance of \$5K
1. Bank Statements
 - a. Wells Fargo Statements
 - i. Operating Account Numbers – x4303, x1982 and x1330
 1. Three months FULL statements (in both pdf and excel) for EACH account.
 2. Names, title and justification of individuals (in both pdf and excel) who have debit / credit cards accessing these accounts.
 - ii. Representation that there are no other Wells Fargo Account
 - b. Other Accounts at Wells Fargo or other financial institutions
 - i. Represent that there are no other bank accounts for SCBZ or any of its entities.
 - ii. If there are other accounts, Three months FULL statements (in both pdf and excel) for EACH account.
 1. Names, title and justification of individuals (in both pdf and excel) who have debit / credit cards accessing these accounts.
 2. Credit Cards
 - a. Provide a listing of all credit cards (in both pdf and excel), if there are none, representation that they do not exist
 - b. Provide twelve months of full statements (in both pdf and excel)
 - c. Names, title and justification of individuals (in both pdf and excel) who have credit cards.
 3. Updated balance sheet as of April 30, 2019 (in both pdf and excel):
 - a. Highly descriptive as to names of all sub accounts for each asset and liabilities
 - b. Aged payables broken out in 30 day intervals for each payable.
 4. Cash flow statement (in both pdf and excel):

- a. Daily cashflow statement for the next two weeks.
- b. Heavily detailed with all sub accounts

5. Payroll

- a. Name of Payroll company
 - i. Contact information for payroll company representative
 - ii. Past three months of invoices (in both pdf and excel) from the payroll company for their services
- b. FULL statements (in both pdf and excel) for the past three months of payroll (Six pay periods)
 - i. Delineation of each person (in both pdf and excel) as to whether they are a driver, distribution center employee, corporate (anyone's salary that is below the gross margin on the income statement is considered corporate) and other (description of their role if other)
- c. Representation that all payroll taxes have been paid to date

6. Hertz

- a. Last three months of statements (in both pdf and excel)
 - i. Make, Model, Vin number of each vehicle
 1. Please provide a SCBZ utilization rate for each vehicle
- b. Hertz contract for each vehicle

7. Fuel

- a. Name of fuel provider
- b. Full contract with fuel provider
- c. Description of how drivers charge fuel
- d. Last three months of statements (in both pdf and excel)
- e. Delineation of each person (in both pdf and excel) charging fuel to SCBZ as to whether they are a driver, distribution center employee, corporate (anyone's salary that is below the gross margin on the income statement is considered corporate) and other (description of their role if other)

8. Vehicle Insurance

- a. Policy for all vehicles covered
 - i. Make, Model, Vin number of each vehicle (in both pdf and excel):
- c. Last three months of statements (in both pdf and excel)
 - i. Delineation of each vehicle (in both pdf and excel) covered as to whether they are a delivery vehicle, distribution center employee's vehicle, corporate vehicle (anyone's salary that is below the gross margin on the income statement is considered corporate) or other vehicle. (description of their role if other). Every vehicle should have this description.

9. Rent / Utilities for ALL offices

- a. Physical address for all locations
- b. Rent agreements for all locations
- c. Proof of payments for the past three months
- d. Names, contact information of all utility providers for each location
 - i. Past three months statement (in both pdf and excel) of each and every utility provider for all locations.

10. Corporate Org Chart

- a. Everyone's names, Titles, job description and compensation

11. Amazon

- a. Name, title, description and contact information for both operations and corporate contacts as mentioned by SCBZ CFO

.

12. Casinos / Plaza Hotel

- a. Names of any and all casinos that SCBZ wired money to.
 - i. Provide a name and contact information for each casino
 - ii. Justification as to such
- b. Dates and invoices for stays at the Plaza hotel for the past two years

Steven Spector

T (213) 891-5008

C (818) 522-9236

EXHIBIT 4

Comprehensive Business Report



Important: The Public Records and commercially available data sources used on reports have errors. Data is sometimes entered poorly, processed incorrectly and is generally not free from defect. This system should not be relied upon as definitively accurate. Before relying on any data this system supplies, it should be independently verified. For Secretary of State documents, the following data is for information purposes only and is not an official record. Certified copies may be obtained from that individual state's Department of State. The criminal record data in this product or service may include records that have been expunged, sealed, or otherwise have become inaccessible to the public since the date on which the data was last updated or collected.

Accurint does not constitute a "consumer report" as that term is defined in the federal Fair Credit Reporting Act, 15 USC 1681 et seq. (FCRA). Accordingly, Accurint may not be used in whole or in part as a factor in determining eligibility for credit, insurance, employment or another permissible purpose under the FCRA.

Your DPPA Permissible Use: Civil, Criminal, Administrative, or Arbitral Proceedings

Your GLBA Permissible Use: Legal Compliance

Your DMF Permissible Use: Legitimate Business Purpose Pursuant to a Law, Government Rule, Regulation, or Fiduciary Duty

Comprehensive Business Report

Date: 04/29/19

Reference Code: H6089.04

Company Name: SCOOBEEZ DELIVERIES INC

Address: 3463 FOOTHILL BLVD, LA CRESCENTA, CA 91214-1856, LOS ANGELES COUNTY

Name Variations:

Company Name: SCOOBEEZ DELIVERIES INC

TIN Variations:

[None Found]

Parent Company:

[None Found]

Comprehensive Business Report Summary:

Industry Information:

None Found

Bankruptcies:

None Found

Liens and Judgments:

None Found

Corporation Filings:

None Found

Registered Agents:

None Found

Business Registration:

None Found

UCC Filings for Business:

1 Found

Associated Businesses:

3 Found

Connected Businesses:

None Found

Business Contacts:

None Found

Executives:

None Found

Motor Vehicles:

None Found

Properties:

None Found

FAA Aircrafts:

None Found

Watercrafts:

Comprehensive Business Report

None Found
Internet Domain Names Registered to Business:
None Found
IRS 5500:
None Found

**Business
Filings:**

Industry Information:
[None Found]

Bankruptcies:
[None Found]

Liens & Judgments:
[None Found]

Corporation Filings:
[None Found]

Registered Agents:
[None Found]

Business Registration:
[None Found]

UCC Filings for Business:
As Debtor:

UCC Filing # 1

Filing Jurisdiction: CA
Filing Number: 197697253443
Filing Date: 02/14/2019



Debtor Party(s):
Debtor: ABT HOLDINGS INC
Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Secured Party(s):
Secured: GTR SOURCE LLC
Secured Address: 1006 MONMOUTH AVE, LAKEWOOD, NJ 08701-1923



Collateral(s):
Description: ALL ACCOUNTS RECEIVABLE, RECEIPTS, INSTRUMENTS, CONTRACT RIGHTS AND OTHER RIGHTS TO RECEIVE THE PAYM
Description: ENT OF MONEY, PATENTS, CHATTEL PAPER, LICENSES, LEASES AND GENERAL INTANGIBLES, WHETHER NOW OWNED OR
Description: HEREAFTER ACQUIRED OR ARISING, AND ALL OF DEBTOR'S BOOKS AND RECORDS RELATING TO ANY OF THE FOREGOI
Description: NG.

Filing(s):
Filing Expiration Date: 02/14/2024

Associated Businesses:

Name: ABT HOLDINGS INC
Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839



Name: GTR SOURCE LLC
Address: 1006 MONMOUTH AVE, LAKEWOOD, NJ 08701-1923

Name: SCOOBEEZ INC
Address: 640 IRVING AVE, GLENDALE, CA 91201-2029



Connected Businesses:
[None Found]

Comprehensive Business Report

**Associated
People:**

Business Contacts:

Current Individuals:
[None Found]

Prior Individuals:
[None Found]

Executives:

Current Executives:
[None Found]

Prior Executives:
[None Found]

Assets:

Motor Vehicles:
[None Found]

Properties:
[None Found]

FAA Aircrafts:

Current Aircraft(s):
[None Found]

Prior Aircraft(s):
[None Found]

Watercrafts:

Current Watercrafts:
[None Found]

Prior Watercrafts:
[None Found]

Internet Domain Names Registered to Business: [None Found]

IRS 5500: [None Found]

Comprehensive Business Report



Important: The Public Records and commercially available data sources used on reports have errors. Data is sometimes entered poorly, processed incorrectly and is generally not free from defect. This system should not be relied upon as definitively accurate. Before relying on any data this system supplies, it should be independently verified. For Secretary of State documents, the following data is for information purposes only and is not an official record. Certified copies may be obtained from that individual state's Department of State. The criminal record data in this product or service may include records that have been expunged, sealed, or otherwise have become inaccessible to the public since the date on which the data was last updated or collected.

Accurint does not constitute a "consumer report" as that term is defined in the federal Fair Credit Reporting Act, 15 USC 1681 et seq. (FCRA). Accordingly, Accurint may not be used in whole or in part as a factor in determining eligibility for credit, insurance, employment or another permissible purpose under the FCRA.

Your DPPA Permissible Use: Civil, Criminal, Administrative, or Arbitral Proceedings

Your GLBA Permissible Use: Legal Compliance

Your DMF Permissible Use: Legitimate Business Purpose Pursuant to a Law, Government Rule, Regulation, or Fiduciary Duty

Comprehensive Business Report

Date: 04/29/19

Reference Code: H6089.04

Company Name: SCOOBEEZ, INC.

Address: 1814 FLOWER ST, GLENDALE, CA 91201-2025, LOS ANGELES COUNTY

Phone: 912-270-2544

TIN: 47-1996339

URL: WWW.SCOOBEEZ.COM

Name Variations:

Company Name: SCOOBEEZ, INC.

Company Name: SCOOBEEZ GLOBAL, INC

Company Name: SCOOBEEZ INC

Company Name: SCOOBEEZ GLOBAL INCORPORATED

Company Name: SCOOBEEZ INC

TIN Variations:

Company TIN: 47-1996339

Company Name: SCOOBEEZ INC

Company TIN: 00-0006339

Company Name: SCOOBEEZ

Parent Company:

[None Found]

Comprehensive Business Report Summary:

Industry Information:

8 Found

Bankruptcies:

None Found

Liens and Judgments:

5 Found

Corporation Filings:

5 Found

Registered Agents:

5 Found

Business Registration:

3 Found

UCC Filings for Business:

10 Found

Associated Businesses:

14 Found

Connected Businesses:

72 Found

Business Contacts:

2 Found

Comprehensive Business Report

Executives:

9 Found

Motor Vehicles:

None Found

Properties:

1 Found

FAA Aircrafts:

None Found

Watercrafts:

None Found

Internet Domain Names Registered to Business:

2 Found

IRS 5500:

None Found

Business

Filings:

Industry Information:

SIC Code: 1099

SIC Description: Metal Ores, Nec

SIC Code: 1499

SIC Description: Miscellaneous Nonmetallic Minerals

SIC Code: 4215

SIC Description: Courier Services, Except By Air

SIC Code: 4513

SIC Description: Air Courier Services

SIC Code: 6211

SIC Description: Security Brokers And Dealers

SIC Code: 6719

SIC Description: Holding Companies, Nec

SIC Code: 7372

SIC Description: Prepackaged Software

SIC Code: 7389

SIC Description: Business Services, Nec

Bankruptcies:

[None Found]

Liens & Judgments:

Liens Record # 1

Record Information:

Original Filing Number: E20190310CV

Original Filing Date: 03/13/2019

Status: CIVIL JUDGMENT

Eviction: NO

Amount: \$326,957

Filing Activity:

Filing Number: E20190310CV

Filing Type: CIVIL JUDGMENT

Location: STEUBEN COUNTY SUPREME COURT

County: STEUBEN

State: NY

Debtor Information:

Debtor Name: SHAHAN OHANESSIAN

Debtor Address: 1328 DOVERWOOD DR, GLENDALE, CA 91207-1147

Debtor Name: ABT HOLDINGS INC

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Debtor Name: SCOOBEEZ INC

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Comprehensive Business Report

Creditor Information:

Creditor Name: CHROME CAP

Liens Record # 2

Record Information:

Original Filing Number: 90139419

Original Filing Date: 03/12/2019

Status: CIVIL JUDGMENT

Eviction: NO

Amount: \$404,560

Filing Activity:

Filing Number: 90139419

Filing Type: CIVIL JUDGMENT

Location: ALBANY COUNTY SUPREME COURT

County: ALBANY

State: NY

Debtor Information:

Debtor Name: SHAHAN OHANESSIAN

Debtor Address: 1328 DOVERWOOD DR, GLENDALE, CA 91207-1147

Debtor Name: SCOOBEEZ INC

Debtor Address: 640 IRVING AVE, GLENDALE, CA 91201-2029

Creditor Information:

Creditor Name: PALM FUNDING LLC

Liens Record # 3

Record Information:

Original Filing Number: 20170501219

Original Filing Date: 05/05/2017

Status: FILED IN ERROR-ST TAX LIEN

Amount: \$1,395

Filing Activity:

Filing Number: 20170717243

Filing Type: FILED IN ERROR-ST TAX LIEN

Location: LA COUNTY / RECORDER OF DEEDS

County: LOS ANGELES

State: CA

Filing Number: 20170501219

Filing Type: STATE TAX LIEN

Location: LA COUNTY / RECORDER OF DEEDS

County: LOS ANGELES

State: CA

Debtor Information:

Debtor Name: SCOOBEEZ

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Debtor Name: SCOOBEEZ

SSN/FEIN: 63-39

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Creditor Information:

Creditor Name: STATE OF CALIFORNIA

Creditor Name: STATE OF CALIFORNIA

Liens Record # 4

Record Information:

Original Filing Number: 17803501

Original Filing Date: 03/16/2017

Status: CIVIL JUDGMENT

Eviction: NO

Amount: \$233,845

Filing Activity:

Filing Number: 17803501

Filing Type: CIVIL JUDGMENT

Location: ERIE COUNTY SUPREME COURT

County: ERIE

State: NY

Debtor Information:

Comprehensive Business Report

Debtor Name: **SCOOBEEZ INC.**
Debtor Address: 640 IRVING AVE, GLENDALE, CA 91201-2029

Creditor Information:

Creditor Name: **QUEEN FUNDING LLC**

Liens Record # 5

Record Information:

Original Filing Number: 17803406
Original Filing Date: 03/13/2017
Status: **CIVIL JUDGMENT**
Eviction: **NO**
Amount: **\$134,847**

Filing Activity:

Filing Number: 17803406
Filing Type: **CIVIL JUDGMENT**
Location: **ERIE COUNTY SUPREME COURT**
County: **ERIE**
State: **NY**

Debtor Information:

Debtor Name: **SHAHAN OHANESSIAN**
Debtor Address: 1328 DOVERWOOD DR, GLENDALE, CA 91207-1147
Debtor Name: **SCOOBEEZ INC**
Debtor Address: 640 IRVING AVE, GLENDALE, CA 91201-2029

Creditor Information:

Creditor Name: **CAP CALL LLC**

Corporation Filings:

Corporation Filings # 1

SCOOBEZ INC

Name Type: **LEGAL**
Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839
Address Type: **MAILING**
Status: **ACTIVE**
Business Type: **CORPORATION-BUSINESS**
Filing Number: **C4203743**
Filing Date: 10/15/2018
Term: **PERPETUAL**
Type: **ARTICLES OF INCORPORATION**
Registered Agent: **LEGALZOOM.COM, INC.**
Registered Agent Address: 101 N BRAND BLVD FL 11, GLENDALE, CA 91203-2638
State of Incorporation: **CA**

Corporation Filings # 2

SCOOBEEZ, INC.

Name Type: **LEGAL**
Status: **ACTIVE**
Filing Number: 0802559044
Filing Date: 10/07/2016
Foreign Incorporation Date: 09/23/2014
Type: **CREATION**
State of Incorporation: **TX**

Annual Report Filings:

Comments: **PUBLIC INFORMATION REPORT (PIR)**
Filed Date: 03/18/2019

Comments: **PUBLIC INFORMATION REPORT (PIR)**
Filed Date: 12/31/2018

Comments: **REINSTATEMENT**
Filed Date: 11/21/2018

Comments: **REINSTATEMENT**
Filed Date: 11/20/2018

Comprehensive Business Report

Comments: **TAX FORFEITURE**
Filed Date: **01/28/2018**

Comments: **TAX FORFEITURE**
Filed Date: **01/26/2018**

Corporation Filings # 3

SCOOBEEZ GLOBAL, INC.
Name Type: **LEGAL**
Address: **396 S AVE, PASADENA, CA 91105**
Address Type: **MAILING**
Status: **DISSOLVED**
Business Type: **GENERAL BUSINESS**
Filing Number: **C206793**
Filing Date: **08/07/2015**
Registered Agent: **COLUMBIA STOCK TRANSFER CO**
Registered Agent Address: **1869 E SELTICE WAY, POST FALLS, ID 83854-7019**
State of Incorporation: **ID**

Corporation Filings # 4

SCOOBEEZ
Name Type: **LEGAL**
Address: **396 S PASADENA AVE, PASADENA, CA 91105-1839**
Address Type: **MAILING**
Status: **ACTIVE**
Business Type: **CORPORATION-BUSINESS**
Filing Number: **C3713413**
Filing Date: **09/23/2014**
Term: **PERPETUAL**
Type: **ARTICLES OF INCORPORATION**
Registered Agent Address: **396 S PASADENA AVE, PASADENA, CA 91105-1839**
State of Incorporation: **CA**

Annual Report Filings:

Comments: **FRANCHISE TAX BOARD REVIVOR**
Filed Date: **08/28/2018**

Comments: **FRANCHISE TAX BOARD SUSPENSION**
Filed Date: **08/01/2018**

Comments: **STATEMENT OF OFFICERS INFORMATION**
Filed Date: **03/31/2018**

Corporation Filings # 5

SCOOBEEZ GLOBAL, INC.
Name Type: **LEGAL**
Address: **396 S PASADENA AVE, PASADENA, CA 91105-1839**
Address Type: **MAILING**
Status: **ACTIVE**
Business Type: **GENERAL BUSINESS**
Filing Number: **C29082**
Filing Date: **02/11/1957**
In Good Standing: **Yes**
Registered Agent: **COLUMBIA STOCK TRANSFER CO**
Registered Agent Address: **1869 E SELTICE WAY, POST FALLS, ID 83854-7019**
State of Incorporation: **ID**

Registered Agents:

Company Name: **COLUMBIA STOCK TRANSFER CO**
Address: **1869 E SELTICE WAY, POST FALLS, ID 83854-7019**
Date Last Seen: **10/17/2018**

Company Name: **LEGALZOOM.COM, INC.**

Comprehensive Business Report

Address: 101 N BRAND BLVD FL 11, GLENDALE, CA 91203-2638
Date Last Seen: 04/02/2019

Company Name: NATIONAL REGISTERED AGENTS, INC.
Address: 1999 BRYAN ST STE 900, DALLAS, TX 75201-3140
Date Last Seen: 03/19/2019

Name: GRIGORI SEDRAKYAN
Title: REGISTERED AGENT
Address: 640 IRVING AVE, GLENDALE, CA 91201-2029
Date Last Seen: 02/07/2017

Name: SCOTT A SHEIKH
Title: REGISTERED AGENT
Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839
Date Last Seen: 04/02/2019

Business Registration:

Name: SCOOBEEZ
Address: 1814 FLOWER ST, GLENDALE, CA 91201-2025
Filing Number: 2014068921
Corporation Code: Fictitious Name
Filing Date: 03/14/2014

Name: SCOOBEEZ GLOBAL INC
Address: 640 IRVING AVE, GLENDALE, CA 91201-2029
Filing Number: C206793
Status: Good Standing
Corporation Code: Secretary of State
Filing Date: 08/07/2015

Name: SCOOBEZ INC
Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839
Filing Number: C4203743
Status: Active
Corporation Code: Secretary of State
Filing Date: 10/15/2018

UCC Filings for Business:

As Debtor:

UCC Filing # 1

Filing Jurisdiction: CA
Filing Number: 197703565720
Filing Date: 03/22/2019

Debtor Party(s):

Debtor: ABT HOLDINGS INC
Debtor Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Secured Party(s):

Secured: C T CORPORATION SYSTEM, AS REPRESENTATIVE
Secured Address: 330 N BRAND BLVD STE 700, GLENDALE, CA 91203-2336

Collateral(s):

Description: ALL ACCOUNTS RECEIVABLE, RECEIPTS, INSTRUMENTS, CONTRACT RIGHTS AND OTHER RIGHTS TO RECEIVE THE PAYM

Description: ENT OF MONEY, PATENTS, CHATTEL PAPER, LICENSES, LEASES AND GENERAL INTANGIBLES, WHETHER NOW OWNED OR

Description: HEREAFTER ACQUIRED OR ARISING, AND ALL OF DEBTOR'S BOOKS AND RECORDS RELATING TO ANY OF THE FOREGOI

Description: NG.

Filing(s):

UCC Filing # 2

Filing Jurisdiction: CA
Filing Number: 197698978307

Comprehensive Business Report

Filing Date: 02/25/2019

Debtor Party(s):

Debtor: SHAHAN OHANESSIAN

Debtor Address: 1328 DOVERWOOD DR, GLENDALE, CA 91207-1147

Secured Party(s):

Secured: HOP CAPITAL

Secured Address: 323 SUNNY ISLES BLVD STE 501, SUNNY ISLES BEACH, FL 33160-4675

Collateral(s):

Description: ALL ASSETS NOW OWNED OR HEREAFTER ACQUIRED AND WHEREVER LOCATED, INCLUDING BU NOT LIMITED TO, THE FO

Description: LLOWING SUBCATEGORIES OF ASSETS: A. ACCOUNTS, INCLUDING BUT NOT LIMITED TO, CREDIT CARD RECEIVABLES;

Description: B. CHATTE PAPER; C. INVENTORY; D. EQUIPMENT; E. INSTRUMENTS, INCLUDING BUT NOT LIMITED TO, PROMISSO

Description: RY NOTES; F. INVESTMENT PROPERTY; G. DOCUMENTS; H. DEPOSIT ACCOUNTS; I. LETTER OF CREDITS RIGHTS; J.

Description: GENERAL INTANGIBLES; K. SUPPORTING OBLIGATIONS; AND L. PROCEEDS AND PRODUCTS OF THE FOREGOING. NOTI

Description: CE PURSUANT

Filing(s):

Filing Expiration Date: 02/25/2024

UCC Filing # 3

Filing Jurisdiction: CA

Filing Number: 197697253443

Filing Date: 02/14/2019

Debtor Party(s):

Debtor: ABT HOLDINGS INC

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Secured Party(s):

Secured: GTR SOURCE LLC

Secured Address: 1006 MONMOUTH AVE, LAKEWOOD, NJ 08701-1923

Collateral(s):

Description: ALL ACCOUNTS RECEIVABLE, RECEIPTS, INSTRUMENTS, CONTRACT RIGHTS AND OTHER RIGHTS TO RECEIVE THE PAYM

Description: ENT OF MONEY, PATENTS, CHATTEL PAPER, LICENSES, LEASES AND GENERAL INTANGIBLES, WHETHER NOW OWNED OR

Description: HEREAFTER ACQUIRED OR ARISING, AND ALL OF DEBTOR'S BOOKS AND RECORDS RELATING TO ANY OF THE FOREGOI

Description: NG.

Filing(s):

Filing Expiration Date: 02/14/2024

UCC Filing # 4

Filing Jurisdiction: CA

Filing Number: 177616026571

Filing Date: 11/10/2017

Debtor Party(s):

Debtor: SHAHAN OHANESSIAN

Debtor Address: 1328 DOVERWOOD DR, GLENDALE, CA 91207-1147

Secured Party(s):

Secured: QUEEN FUNDING LLC

Secured Address: 2221 NE 164TH ST, NORTH MIAMI BEACH, FL 33160-3703

Collateral(s):

Description: ALL ASSETS NOW OWNED, OR HEREAFTER ACQUIRED, INCLUDING WITHOUT LIMITATION: (A ALL ACCOUNTS, INCLUDIN

Description: G WITHOUT LIMITATION, ALL DEPOSIT ACCOUNTS, ACCOUNTS- RECEIVABLE, AND OTHER RECEIVABLES, CHATTEL PAP

Comprehensive Business Report

Description: ER, DOCUMENTS, EQUIPMENT, GENER INTANGIBLES, INSTRUMENTS, AND INVENTORY, AS THOSE TERMS ARE DEFINED

Description: BY ARTICL 9 OF THE UNIFORM COMMERCIAL CODE (THE "UCC"), NOW OR HEREAFTER OWNED OR ACQUIRED BY MERCHA

Description: NT; AND (B) ALL PROCEEDS, AS THAT TERM IS DEFINED BY ARTICL 9 OF THE UCC ("A" AND "B" COLLECTIVELY,

Description: THE "COLLATE

Filing(s):

Filing Expiration Date: 11/10/2022

UCC Filing # 5

Filing Jurisdiction: CA

Filing Number: 177569885793

Filing Date: 02/07/2017

Debtor Party(s):

Debtor: SHAHAN OHANESSIAN

Debtor Address: DOVERWOOD, GLENDALE, CA 91207

Secured Party(s):

Secured: QUEEN FUNDING LLC

Secured Address: 2221 NE 164TH ST, NORTH MIAMI BEACH, FL 33160-3703

Collateral(s):

Description: ALL ASSETS NOW OWNED, OR HEREAFTER ACQUIRED, INCLUDING WITHOUT LIMITATION: (A ALL ACCOUNTS, INCLUDIN

Description: G WITHOUT LIMITATION, ALL DEPOSIT ACCOUNTS, ACCOUNTS- RECEIVABLE, AND OTHER RECEIVABLES, CHATTEL PAP

Description: ER, DOCUMENTS, EQUIPMENT, GENER INTANGIBLES, INSTRUMENTS, AND INVENTORY, AS THOSE TERMS ARE DEFINED

Description: BY ARTICL 9 OF THE UNIFORM COMMERCIAL CODE (THE "UCC"), NOW OR HEREAFTER OWNED OR ACQUIRED BY MERCHA

Description: NT; AND (B) ALL PROCEEDS, AS THAT TERM IS DEFINED BY ARTICL 9 OF THE UCC ("A" AND "B" COLLECTIVELY,

Description: THE "COLLATE

Filing(s):

Filing Expiration Date: 02/07/2022

UCC Filing # 6

Filing Jurisdiction: ID

Filing Number: B201611831112

Latest Filing Type: INITIAL FILING

Filing Date: 10/11/2016

Filing Agency: SECRETARY OF STATE/UCC DIVISION

Filing Agency Address: 700 W JEFFERSON, BOISE, ID 83720

Debtor Party(s):

Debtor: SCOOBEEZ GLOBAL, INC.

Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Secured Party(s):

Secured: HILLAIR CAPITAL MANAGEMENT LLC

Secured Address: 345 LORTON AVE STE 303, BURLINGAME, CA 94010-4136

Collateral(s):

Description: ALL ASSETS INCLUDING PROCEEDS AND PRODUCTS

Filing Number: B201611831112

Filing Date: 10/11/2016

Filing(s):

Filing: INITIAL FILING

Filing Number: B201611831112

Filing Date: 10/11/2016

Filing Expiration Date: 10/11/2021

UCC Filing # 7

Comprehensive Business Report

Filing Jurisdiction: CA
Filing Number: 167550581331
Filing Date: 10/11/2016

Debtor Party(s):
Debtor: SCOOBEEZ
Debtor Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Secured Party(s):
Secured: HILLAIR CAPITAL MANAGEMENT LLC
Secured Address: 345 LORTON AVE STE 303, BURLINGAME, CA 94010-4136

Filing(s):
Filing Expiration Date: 10/11/2021

UCC Filing # 8

Filing Jurisdiction: CA
Filing Number: 167546259712
Filing Date: 09/15/2016

Debtor Party(s):
Debtor: ABOT MINING CO.
Debtor Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Secured Party(s):
Secured: CORPORATION SERVICE COMPANY, AS REPRESENTATIVE
Secured Address: PO BOX 2576, SPRINGFIELD, IL 62708-2576

Collateral(s):
Description: ALL ASSETS NOW OWNED OR HEREAFTER ACQUIRED AND WHEREVER LOCATED, INCLUDING BU ALL ASSETS NOW OWNED O
Description: R HEREAFTER ACQUIRED AND WHEREVER LOCATED, INCLUDING BU NOT LIMITED TO, THE FOLLOWING SUBCATEGORIES
Description: OF ASSETS: A. ACCOUNTS, INCLUDING NOT LIMITED TO, THE FOLLOWING SUBCATEGORIES OF ASSETS: A. ACCOUNTS
Description: , INCLUDING BUT NOT LIMITED TO, CREDIT CARD RECEIVABLES; B. CHATTEL PAPER; C. INVENTORY; BUT NOT LIM
Description: ITED TO, CREDIT CARD RECEIVABLES; B. CHATTEL PAPER; C. INVENTORY; EQUIPMENT; E. INSTRUMENTS, INCLUDI
Description: NG BUT NOT L

Filing(s):
Filing Expiration Date: 09/15/2021

UCC Filing # 9

Filing Jurisdiction: CA
Filing Number: 167527152854
Filing Date: 05/24/2016

Debtor Party(s):
Debtor: ABT HOLDINGS, INC.
Debtor Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Secured Party(s):
Secured: CORPORATION SERVICE COMPANY, AS REPRESENTATIVE
Secured Address: PO BOX 2576, SPRINGFIELD, IL 62708-2576

Collateral(s):
Description: ALL ASSETS NOW OWNED OR HEREAFTER ACQUIRED AND WHEREVER LOCATED, INCLUDING BU NOT LIMITED TO, THE FO
Description: LLOWING SUBCATEGORIES OF ASSETS: A. ACCOUNTS, INCLUDING BUT NOT LIMITED TO, CREDIT CARD RECEIVABLES;
Description: B. CHATTEL PAPER; C. INVENTORY; EQUIPMENT; E. INSTRUMENTS, INCLUDING BUT NOT LIMITED TO, PROMISSORY
Description: NOTES; F. INVESTMENT PROPERTY; G. DOCUMENTS; H. DEPOSIT ACCOUNTS; I. LETTER OF CREDITS RIGHTS; J. G
Description: ENERAL INTANGIBLES; K. SUPPORTING OBLIGATIONS; AND L. PROCEEDS AN PRODUCTS OF THE FOREGOING. NOTICE

Comprehensive Business Report

Description: PURSUANT TO

Filing(s):

Filing Expiration Date: 05/24/2021

UCC Filing # 10

Filing Jurisdiction: CA

Filing Number: 157494393217

Latest Filing Type: ASSIGNMENT

Filing Date: 11/10/2015

Filing(s):

Filing: ASSIGNMENT

Filing Number: 1775726336

Filing Date: 02/24/2017

Filing Expiration Date: 11/10/2020

Debtor Party(s):

Debtor: SCOOBEEZ

Debtor Address: 1814 FLOWER ST, GLENDALE, CA 91201-2025

Secured Party(s):

Secured: PETER ROSENTHAL IRREVOCABLE TRUST, DATED OCTOBER 31, 2012

Secured Address: 3450 N VERDUGO RD, GLENDALE, CA 91208-1500

Collateral(s):

Description: ALL INVENTORY, EQUIPMENT, ACCOUNTS (INCLUDING BUT NOT LIMITED TO ALL ALL INVENTORY, EQUIPMENT, ACCOU

Description: NTS (INCLUDING BUT NOT LIMITED TO ALL HEALTH-CARE-INSURANCE RECEIVABLES), CHATTEL PAPER, INSTRUMENTS

Description: (INCLUDING BUT HEALTH-CARE-INSURANCE RECEIVABLES), CHATTEL PAPER, INSTRUMENTS (INCLUDING BUT NOT LI

Description: MITED TO ALL PROMISSORY NOTES), LETTER-OF-CREDIT RIGHTS, LETTERS OF NOT LIMITED TO ALL PROMISSORY NO

Description: TES), LETTER-OF-CREDIT RIGHTS, LETTERS OF CREDIT, DOCUMENTS, DEPOSIT ACCOUNTS, INVESTMENT PROPERTY,

Description: MONEY, OTHER

Filing Expiration Date: 11/10/2020

Associated Businesses:

Name: ABT HOLDINGS INC

Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Name: ABT HOLDINGS INC

Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Name: ABT MINING CO INC

Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Name: C T CORPORATION SYSTEM, AS REPRESENTATIVE

Address: 330 N BRAND BLVD STE 700, GLENDALE, CA 91203-2336

Name: CORPORATION SERVICE COMPANY, AS REPRESENTATIVE

Address: PO BOX 2576, SPRINGFIELD, IL 62708-2576

Name: GTR SOURCE LLC

Address: 1006 MONMOUTH AVE, LAKEWOOD, NJ 08701-1923

Name: HILLAIR CAPITAL MANAGEMENT LLC

Address: 345 LORTON AVE STE 303, BURLINGAME, CA 94010-4136

Name: HOP CAPITAL

Address: 323 SUNNY ISLES BLVD STE 501, SUNNY ISLES BEACH, FL 33160-4675

Name: PALM FUNDING LLC

Name: PETER ROSENTHAL IRREVOCABLE TRUST, DATED OCTOBER 31, 2012

Comprehensive Business Report

Address: 3450 N VERDUGO RD, GLENDALE, CA 91208-1500

Name: PREMIER BUSINESS BANK

Address: 700 S FLOWER ST STE 2000, LOS ANGELES, CA 90017-4240

Name: QUEEN FUNDING LLC

Address: 2221 NE 164TH ST, NORTH MIAMI BEACH, FL 33160-3703

Name: SCOOBEEZ DELIVERIES INC

Address: 3463 FOOTHILL BLVD, LA CRESCENTA, CA 91214-1856

Name: SCOOBEEZ, INC.

Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Connected Businesses:

Name: 2K INNOVATIONS CORP

Address: 111 CENTRAL PARK AVE STE J, PINEHURST, NC 28374-8805

Name: ABOT MINING COMPANY

Address: 6500 N MINERAL DR, COEUR D ALENE, ID 83815-9861

Name: ABT HOLDINGS

Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Name: ABT MINING CO. INC.

Address: 201 S LAKE AVE STE 703, PASADENA, CA 91101-3074

Name: AIM FOR INDEPENDENCE SUPPORTIVE SERVICES

Address: 24328 VERMONT AVE, HARBOR CITY, CA 90710-2314

Name: AMEGA ENTERTAINMENT INC.

Address: 5511 LAUREL CANYON BLVD STE A, VALLEY VILLAGE, CA 91607-2116

Name: AUTOHAUS COLLISION MOTOR WORKS LLC

Address: 7701 42ND AVE N, MINNEAPOLIS, MN 55427-1228

Name: BLACKSHEEP PRINTING LLC

Address: 2605 PARK CENTRAL BLVD, DECATUR, GA 30035-3907

Name: BUYERS PROTECTION GROUP MGMT

Address: 4300 ALEXANDER DR STE 200, ALPHARETTA, GA 30022-3780

Name: CASCANTE CONTRACTING INC

Address: 3329 BROAD ROCK BLVD, RICHMOND, VA 23224-6017

Name: CLASSICUXURY TRAVEL

Address: 78065 MAIN ST STE 100, LA QUINTA, CA 92253-3409

Name: DILLY DALLY L L C

Address: 2501 FOREST LAKE CT, WAKE FOREST, NC 27587-7910

Name: DIVERSITY SOURCES UNLIMITED

Address: 3046 US HIGHWAY 70 E, CLAYTON, NC 27520-7301

Name: DON MIGUEL'S BAKERY, INC.

Address: 620 BROADWAY ST STE K, KING CITY, CA 93930-3200

Name: EBV EXPLOSIVES ENVIRONMENTAL COM

Address: 11399 16TH CT N, SAINT PETERSBURG, FL 33716-2322

Name: FAB CONSULTANTS

Address: 14760 RESERVOIR RD, FONTANA, CA 92336-0604

Name: FAMILY TREE CARE, L.L.C.

Address: 7584 HICKMAN RD STE 100, WINDSOR HEIGHTS, IA 50324-4621

Name: FOOD IS LIFE CATERING

Address: 1168 CALLE MARIA, SAN MARCOS, CA 92069-2103

Name: FOOD IS LIFE CATERING

Comprehensive Business Report

Address: 162 PARKCREEK CT, SAN DIEGO, CA 92114-7738

Name: GARCIA'S FINE JEWELRY LLC
Address: 421 VALLEY AVE, BIRMINGHAM, AL 35209-3805

Name: HEATED SOLUTIONS, LLC
Address: 562 BAYWOOD DR N, DUNEDIN, FL 34698-2007

Name: HEFFLER CONTRACTING GROUP
Address: 535 BROADWAY STE 203, EL CAJON, CA 92021-5464

Name: HIVE LIGHTING INC
Address: 1849 N BERENDO ST APT 2, LOS ANGELES, CA 90027-4190

Name: ISCOOTERRENTAL, LLC
Address: 5775 S EASTERN AVE STE 102, LAS VEGAS, NV 89119-3010

Name: J & J GLASS INC
Address: 3910 SPRING MOUNTAIN RD, LAS VEGAS, NV 89102-8615

Name: J & JMINC
Address: 3012 PRIMROSE LN, FULLERTON, CA 92833-4961

Name: JAMES III LLC
Address: 46495 NORTH AVE, MACOMB, MI 48042-5249

Name: JASMINE NETWORKS
Address: 128 CORONA ST, SAN FRANCISCO, CA 94127-2808

Name: JWK MANAGEMENT, INC.
Address: 777 N RAINBOW BLVD STE 250, LAS VEGAS, NV 89107-1187

Name: KW CONTRACTING LLC
Address: 51 ROSEMONT RINGOES RD, RINGOES, NJ 08551-1002

Name: LA SHOR CORP
Address: 439 S LA PEER DR, BEVERLY HILLS, CA 90211-3503

Name: LAW OFFICE OF JONATHAN BAE
Address: 8283 SATURN PARK DR, SAN RAMON, CA 94582-5149

Name: LOVE OF JUICE
Address: 3012 PRIMROSE LN, FULLERTON, CA 92833-4961

Name: LOVE OF JUICE
Address: 5331 UNIVERSITY DR, IRVINE, CA 92612-2938

Name: MAZZIO'S CORPORATION
Address: 1221 W MAIN ST, PRAGUE, OK 74864

Name: MCFADDEN TRUCKING, INC
Address: 6909 S KING DR, CHICAGO, IL 60637-4613

Name: MCRAE LEARNING CENTER
Address: PO BOX 1266, SELMA, AL 36702-1266

Name: MEXICAN ELROY
Address: 322 VILLAGE WAY, WASHINGTON, UT 84780-1807

Name: NATUZZI AMERICAS, INC
Address: 130 W COMMERCE AVE, HIGH POINT, NC 27260-4906

Name: NGIII INC
Address: 3137 VISTA DE CHAPARROS DR, JAMUL, CA 91935-3318

Name: NORTH ALABAMA MOVING & STORAGE, INC
Address: 1024 PUTMAN DR NW, HUNTSVILLE, AL 35816-2212

Name: OCEAN MIST FARMS
Address: 10855 CARA MIA PKWY STE A, CASTROVILLE, CA 95012-3229

Comprehensive Business Report

Name: PHYSICIAN'S AT HOME VISITING PROGRAM, INC.
Address: 8000 SW 117TH AVE STE 201, MIAMI, FL 33183-4809

Name: PRIME WEB PLACEMENT LLC
Address: 216 AVENIDA FABRICANTE STE 106, SAN CLEMENTE, CA 92672-7559

Name: PUSH DEVELOPMENT CONSULTING INC
Address: 1108 GRECADE ST, GREENSBORO, NC 27408-8729

Name: REAL ESTATE MANAGEMENT AND SERVICES, LLC
Address: 562 E KENSINGTON AVE, SALT LAKE CITY, UT 84105-2042

Name: RED RIVER CANTINA
Address: 14373 METCALF AVE, OVERLAND PARK, KS 66223-2988

Name: ROBBINS NEST OF FLORIDA KEYS, INC
Address: 3990 S ROOSEVELT BLVD, KEY WEST, FL 33040-5204

Name: SCOOBEEZ
Address: 4241 JUTLAND DR, SAN DIEGO, CA 92117-3663

Name: SCOOBEEZ INC
Address: 1111 N CHERRY AVE, CHICAGO, IL 60642-4204

Name: SCOOBEEZ INC
Address: 1410 S CALLAGHAN RD, SAN ANTONIO, TX 78227-2204

Name: SCOOBEEZ INC
Address: 1999 BRYAN ST STE 900, DALLAS, TX 75201-3140

Name: SCOOBEEZ INC
Address: 2313 SPRINGLAKE RD, DALLAS, TX 75234-5849

Name: SCOOBEEZ INC
Address: 2801 S WESTERN AVE, CHICAGO, IL 60608-5220

Name: SCOOBEEZ INC
Address: 309 S PASADENA AVE, PASADENA, CA 91105

Name: SCOOBEEZ INC
Address: 3601 NE LOOP 820, FORT WORTH, TX 76137-2466

Name: SCOOBEEZ INC
Address: 4118 MCCULLOUGH AVE, SAN ANTONIO, TX 78212-1979

Name: SCOOBEEZ INC
Address: 4500 WESTERN AVE, LISLE, IL 60532-1542

Name: SCOOBEEZ INC
Address: 4601 GOLD SPIKE DR, FORT WORTH, TX 76106-1998

Name: SCOOBEEZ INC
Address: 4616 W HOWARD LN BLDG 6, AUSTIN, TX 78728-6300

Name: SCOOBEEZ INC
Address: 8290 AUSTIN AVE, MORTON GROVE, IL 60053-3207

Name: SCOOBEEZ INC
Address: 939 W NORTH AVE STE 750, CHICAGO, IL 60642-7142

Name: SCOOBEEZ, INC.
Address: 225 S LAKE AVE STE 300, PASADENA, CA 91101-3009

Name: SHELTON'S ELECTRIC INC
Address: 5460 PARRISH RD, LOUISA, VA 23093-2510

Name: SLEEPING TIGER IMPORTS
Address: 4162 LAKE MICHIGAN DR NW, GRAND RAPIDS, MI 49534

Comprehensive Business Report

Name: **SPORTS BASE EVENTS**
Address: **563 S 1150 E, HEBER CITY, UT 84032-3908**

Name: **TAPS II UNLIMITED, INC.**
Address: **3726 SUN VALLEY DR, HOUSTON, TX 77025-4150**

Name: **UNCLE LUCKS SHOP**
Address: **127 HONEYSUCKLE HILLS RD, OZARK, AL 36360-8722**

Name: **WESTERN WEB PRINTING, INC.**
Address: **112 N CURRY ST, CARSON CITY, NV 89703-4934**

Name: **WILMINGTON CHILD CARE & LEARNING CENTER**
Address: **1600 ALEX DR, WILMINGTON, OH 45177-1981**

Name: **XTREME HEATING COOLING REFRIGERA**
Address: **91 OLD HWY 25 W, COLUMBIANA, AL 35051**

Name: **YAGT, LLC**
Address: **2468 HILTON HEAD PL UNIT 2087, EL CAJON, CA 92019-4588**

**Associated
People:**

Business Contacts:
Current Individuals:
[None Found]

Prior Individuals:
Name: **LLC SCOOBUR**
Contact Title - **CONTACT**
Address: **1814 FLOWER ST, GLENDALE, CA 91201-2025**
Date Last Seen: **03/14/2014**

Name: **SCOTT A SHEIKH**
Address: **396 S PASADENA AVE, PASADENA, CA 91105-1839**

Executives:

Current Executives:
Name: **SONYA FIROZ**
Contact Title - **DIRECTOR**
Date Last Seen: **09/15/2018**

Name: **SHAHAN OHANESSIAN**
Contact Title - **PRESIDENT**
Date Last Seen: **09/15/2018**

Name: **SHOUSHANA OHANESSIAN**
Contact Title - **DIRECTOR**
Date Last Seen: **09/15/2018**

Prior Executives:

Name: **ART BENJAMIN**
Contact Title - **OWNER**

Name: **IMRAN FIROZ**
Contact Title - **DIRECTOR**
Date Last Seen: **02/13/2017**

Name: **FIROZ IMRAN**
Contact Title - **CHIEF FINANCIAL OFFICER**

Name: **ARTIN OHANESSIAN**
Contact Title - **DIRECTOR**
Date Last Seen: **02/13/2017**

Name: **GRIGORI SEDRAKYAN**
Contact Title - **PRESIDENT**
Date Last Seen: **06/08/2015**

Comprehensive Business Report

Name: GEORGE VOSKANIAN
Contact Title - CHIEF FINANCIAL OFFICER

Assets:

Motor Vehicles:

[None Found]

Properties:

Property Record # 1

Owner Name : SCOOBEZ GLOBAL INCORPORATED
Owner Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839
Property Address: 396 S PASADENA AVE, PASADENA, CA 91105-1839

Sales Information:

Tax and Assessment Information:

Land Usage: PERSONAL PROPERTY-FIXTURES
Assessed Value: \$33,003

Property Characteristics:

FAA Aircrafts:

Current Aircraft(s):

[None Found]

Prior Aircraft(s):

[None Found]

Watercrafts:

Current Watercrafts:

[None Found]

Prior Watercrafts:

[None Found]

Internet Domain Names Registered to Business: (Click name to go to Web site associated with that name)

ABTHOLDINGS.COM

SCOOBEEZ.COM

IRS 5500: [None Found]



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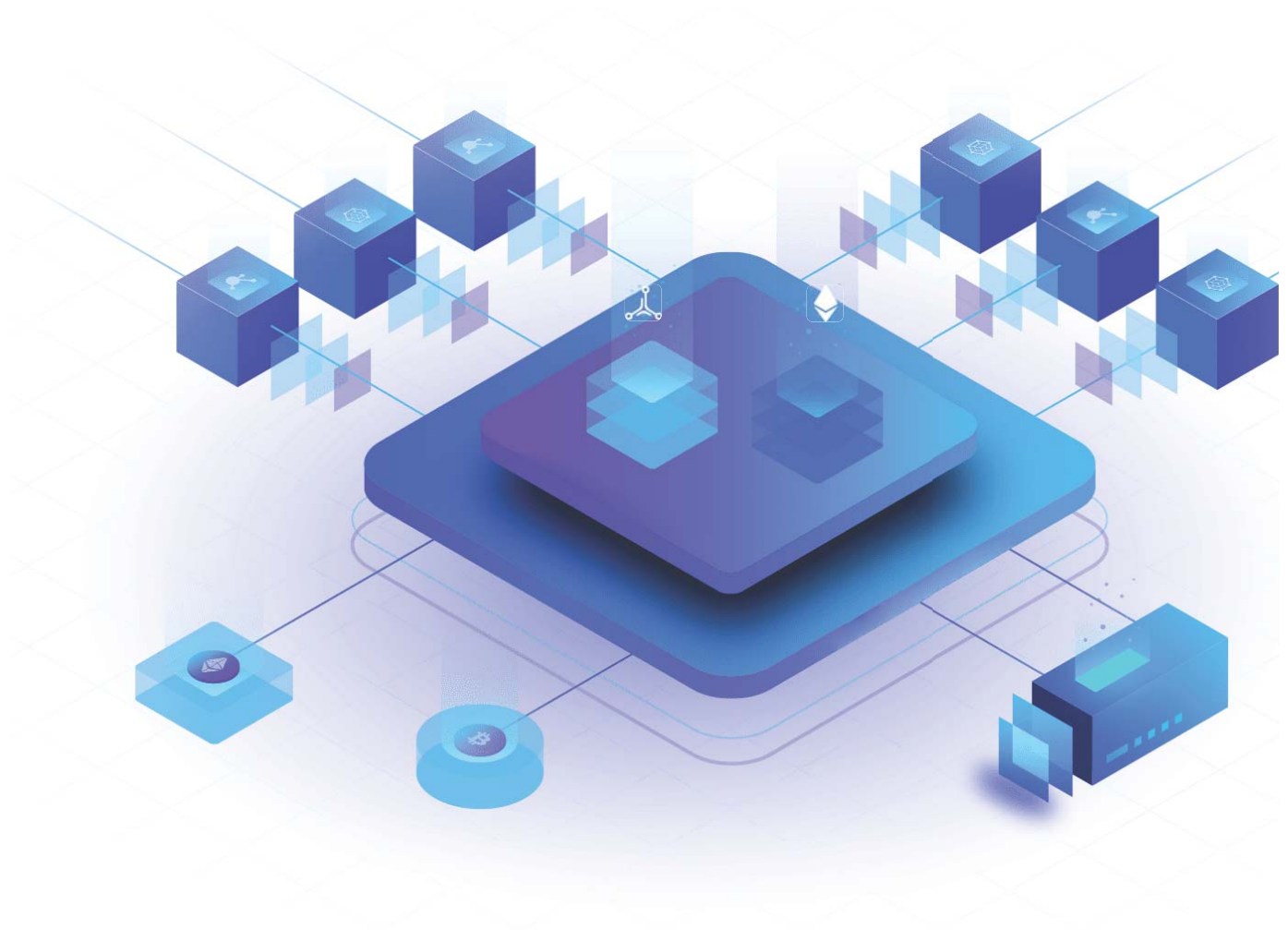
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EXHIBIT 5



Decentralizing Logistics Services on the Blockchain

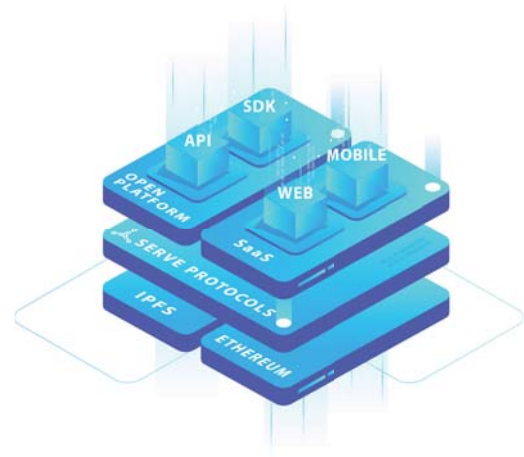
Everything to Everyone, Everyone to Everything

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Serve Core

- Open source
- Fully immutable & decentralized
- Complete APIs, SDKs and SaaS technologies
- Global Access
- Smart Contracts – Transaction Data – Reputation – Accountability – Incentives



Current State of Logistics

Sample Transaction:



\$8.20



\$11.40



\$4.50



\$24.10

The end result is the user paying **\$24.10** for an **\$11** pizza. Of this, the Pizza Place only receives **\$8.20** because existing platforms charge up to 40% in fees.

Future Powered by Serve



\$11.00



\$4.50



\$15.50

Creating efficient markets while maximizing performance



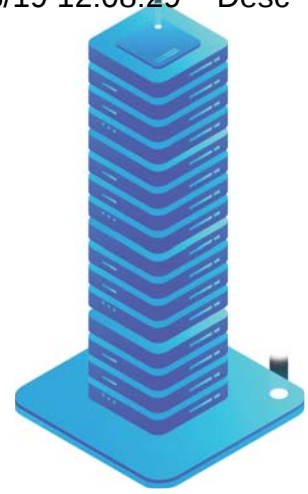
Challenges in the Industry Today

- High platform fees up to 40%
- Very difficult for small vendors to compete against large players
- High cost barriers to entry
- No clear reputation and accountability systems
- Lack of quality control
- Limited service areas

Serve's Global Solutions

- Transaction Fees will be as low as 0.00%
- Up to 100% of the services will go to the service providers

- Up to 100% of the listing price will go to the businesses
- Serve provides Enterprise technology to every level in the chain
- Add Decentralization, Transparency, Reputation and Accountability to the market

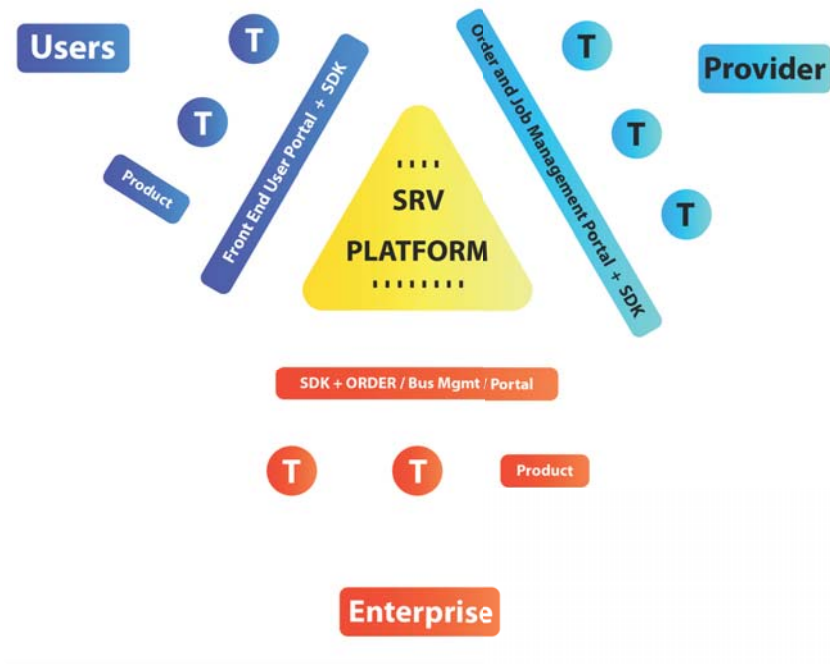


HOW BLOCKCHAIN CAN SOLVE THESE PROBLEMS



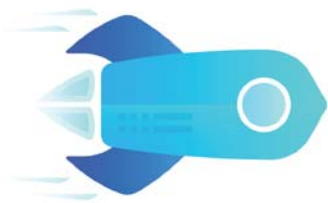
- Provide full transparency into the entire supply chain & order process
- Creates trust between service providers and customers through transparency
- Accountability Supported by the Community
- Incentivize good behavior while disincentivizing bad behavior
- Marketplace and Vendor Verification & Staking
- Establishing a global economy and giving access to people who had none

SERVE
PLATFORM ECONOMICS



ROADMAP

OUR ROADMAP



FOUNDERS



Shahan Ohanessian
CEO



George Voskanian
CFO



Roman Tsarovsky
CTO



Scott Sheikh
CLO



Suzy Ohanessian
PRESIDENT



Ycaza Thrush
CVO

ADVISORS

Some of our amazing advisors



Bill Shihara
CEO of Bittrex



Liam Robertson
CEO of Alphabit Fund



Phu Styles
Global Strategy Blockchain Expert



Michael K. Kalman
Global Marketing & Advertising



Margaux Avedisian
Marketing & PR Blockchain Expert

SERVE
PROFESSIONALS



INITIAL USE CASES



Last Mile Logistics
(Food Deliveries, Product Deliveries & Others)



Transportation
(Rideshare)



Logistics
(Trucking & Shipping & Air)



E-Commerce
(Transaction & Delivery)

Limo Service
Car Rental

Influencer
Touring Industry

Events (Service Providers)
Freelancer Market

Home Improvement
Others

CONTACT US TO SEE THE FUTURE

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Your Email

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